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MAY 20, 2002

069204.0163

BAKER BOTTS L.L.P.
DOUGLAS M. KUBEHL, ESQ.
2001 ROSS AVENUE
SUITE 600
DALLAS, TX 75201-2980

PTAS

Chief Information Officer
Washington, DC 20231
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102034119A

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

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PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 03/14/2002

REEL/FRAME: 012711/0388
NUMBER OF PAGES: 3

BRIEF: ASSIGNMENT OF ASSIGNEE'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNEE:

ISLAM, MOHAMMED A.

DOC DATE: 02/05/2002

ASSIGNEE:

XTERA COMMUNICATIONS, INC.
500 WEST BETHANY DRIVE
ALLEN, TEXAS 75013-3704

SERIAL NUMBER: 09719591
PATENT NUMBER:

FILING DATE: 12/12/2000
ISSUE DATE:

MARGARET LASALLE, PARALEGAL
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

(ATTORNEY DOCKET 068069.0163)

FORM PTO 1595
1-31-92

US-20-2000-XTERA

102034119

Page 1 of 1
U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office1. Name and Address of Conveying Party(ies):
To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.Mohammed A. Islam
1408 Miner Circle
Endicott, Broome County, New York
Citizenship: United States of America

2002 MAR 14 PM 2:19

FINNACE SECTION

Additional name(s) of conveying party(ies) attached?
 Yes No

3-14-02

3. Nature of conveyance:

 Assignment Merger Security Agreement Change of Name Other

Execution Date: 02/05/2002

2. Name and Address of receiving Party(ies):

Name: Xtera Communications, Inc.
Internal Address: 500 West Bethany Drive
Street Address: 500 West Bethany Drive
City: Allen
State: Texas
Zip: 75013-3704Additional name(s) &
Address(es) attached? Yes No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No.(s): 09/719,591

B. Patent No.(s):

Additional Numbers

 Yes No

5. Name and address of party to whom correspondence concerning document should be mailed to:

Name: Douglas M. Kubehl, Esq.
Internal Address: BAKER BOTTS L.L.P.
Street Address: 2001 Ross Avenue, Suite 600
City: Dallas
State: Texas Zip 75201-2980

6. Total number of application and patents involved: One

7. Total Fee (37C.F.R. 3.41): \$40.00

 Enclosed

Authorized to be charged to deposit account

8. Deposit Account Number:

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Douglas M. Kubehl
Name

Signature

March 4, 2002

Date

Total number of pages including cover sheet: 3

OMB No. 0651-0011 (exp. 4/94)

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1213 Jefferson Davis Highway
Arlington, Virginia 22202

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DAL01:660225.1

ASSIGNMENT

WHEREAS,

1. ISLAM, Mohammed N.
907 Twin Creeks Drive
Allen, TX 75013;
2. ISLAM, Mohammed A.
1408 Miner Circle
Endicott, NY 13760; and
3. SLAWSON, Michael R.
6260 Barrierhorn Run
Alpharetta, GA 30005

hereinafter termed "joint inventors," have invented certain new and useful inventions and improvements in

FIBER-OPTIC COMPENSATION FOR DISPERSION, GAIN TILT,
AND BAND PUMP NONLINEARITY

for which applications for patent have been filed:

on June 16, 1999, Patent Cooperative Treaty Patent Application No. PCTUS99/13551,
Attorney Docket No. 20434-732;

on June 16, 1999, Canadian Patent Application No. 2335289, Attorney Docket No.
20434-733;

on June 16, 1999, EPO Patent Application No. 99930301.9, Attorney Docket No. 20434-
734;

on June 16, 1999, Japanese Patent Application No. 00-555336, Attorney Docket No.
20434-735;

on December 12, 2000, United States Patent Application No. 09/719,591, Attorney
Docket No. 20434-736; and

WHEREAS, I, the undersigned joint inventor, of residence as listed, having participated
with the individuals named above in the invention of certain new and useful improvements as
below entitled; and

WHEREAS, XTERA COMMUNICATIONS, INC. (hereinafter referred to as
"Assignee"), a Delaware Corporation, with an address of 500 West Bethany Drive, Allen, Texas
75013-1225, desires to acquire my entire right, title and interest in and to the invention, and in
and to the said applications and any Letters Patent that may issue thereon;

NOW, THEREFORE, for and in consideration of One Dollar (\$1.00) and other good
and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, I
assign to Assignee, all of my right, title and interest in and to said invention and improvements
and in and to the applications listed above and all patents which may be granted therefor
including but not limited to patents issuing from any of the patent applications listed above, and
including all provisionals, divisions, reissues, continuations, continuations-in-part and extensions
thereof; and I hereby authorize and request the Commissioner of Patents and Trademarks to issue
all patents for said invention, or patents resulting therefrom, insofar as my interest is concerned,
to Assignee.

I also assign to Assignee, all of my right, title and interest to the invention disclosed in said applications throughout the world, including the right to file applications and obtain patents, utility models, industrial models and designs for said inventions and improvements in its own name throughout the world including all rights to publish cautionary notices reserving ownership of said inventions and improvements and all rights to register said inventions and improvements in appropriate registries; and I further agree to execute any and all powers of attorney, applications, assignments, declarations, affidavits, and any other papers in connection therewith necessary to perfect such right, title and interest in Assignee.

I will communicate to Assignee any facts known to me respecting any improvements; and, at the expense of Assignee, I will testify in any legal proceedings, sign all lawful papers, execute all provisionals, divisional, continuation, continuation-in-part, reissue and substitute applications, make lawful oaths and declarations, and generally do everything possible to vest title in Assignee and to aid Assignee to obtain and enforce proper protection for said inventions and improvements in all countries.

This Assignment shall be binding on the parties' successors, assigns and legal representatives.

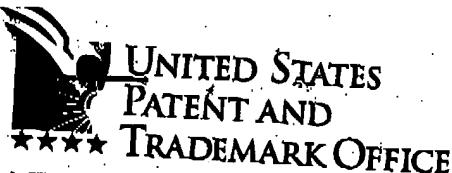
Title of Invention: *Fiber-Optic Compensation for Dispersion, Gain Tilt, and Band Pump Nonlinearity*

Signature of Inventor:
Inventor's Name:

Mohammed A. Islam
Mohammed A. Islam

Date Assignment executed:

2/5/02



69204.0163

NOVEMBER 29, 2002

BAKER BOTTS L.L.P.
 DOUGLAS M. KUBEHL, ESQ.
 2001 ROSS AVENUE, SUITE 600
 DALLAS, TX 75201-2980

PTAS

Under Secretary of Commerce For Intellectual Property and
 Director of the United States Patent and Trademark Office
 Washington, DC 20231
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UNITED STATES PATENT AND TRADEMARK OFFICE
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 SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 09/09/2002

REEL/FRAME: 013268/0808
 NUMBER OF PAGES: 3

BRIEF: CORRECTION OF ASSIGNMENT RECORDED AT REEL 012713, FRAME 0216.

ASSIGNOR:

SLAWSON, MICHAEL R.

DOC DATE: 02/07/2002

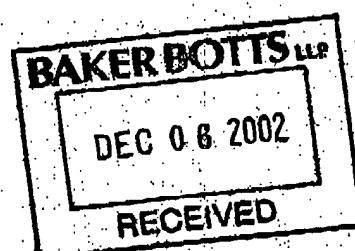
ASSIGNEE:

XTERA COMMUNICATIONS, INC.
 500 WEST BETHANY DRIVE
 ALLEN, TEXAS 75013-3704

SERIAL NUMBER: 09719591

FILING DATE: 12/12/2000
 ISSUE DATE:

SHARON BROOKS, EXAMINER
 ASSIGNMENT DIVISION
 OFFICE OF PUBLIC RECORDS



(ATTORNEY DOCKET 068069.0163)

FORM PTO 1595
1-31-92

09-13-2002

10222063

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Page 1 of 1

To the Honorable Commissioner of Pat.

1. Name and Address of Conveying Party(ies):

Michael R. Slawson
6260 Bannerhorn Run
Alpharetta, Fulton County, Georgia 30005
Citizenship: United States of America

Additional name(s) of conveying party(ies) attached?
 Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name

X Other: Correction of
Assignment recorded
at Reel 012713, Frame
0216

Execution Date:

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is:
A. Patent Application No.(s): 09/719,591

Additional name(s) &

Address(es) attached?

Yes X
17 SEP -9 AM 10:24
FINNCE SECTION
OFFICE OF PUBLIC RECORDS

5. Name and address of party to whom correspondence concerning document should be mailed to:

Name: Douglas M. Kubehl, Esq.
Internal Address: BAKER BOTTS L.L.P.
Street Address: 2001 Ross Avenue, Suite 600
City: Dallas
State: Texas Zip 75201-2980

6. Total number of application and patents involved: One

7. Total Fee (37C.F.R. 3.41): \$40.00

X Enclosed
Authorized to be charged to deposit account

8. Deposit Account Number:

(Attach Duplicate Copy of this page if paying by deposit account)

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Douglas M. Kubehl

Name

Signature

September 3, 2002

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3. SLAWSON, Michael R.
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hereinafter termed "joint inventors," have invented certain new and useful improvements and

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on June 16, 1999, Canadian Patent Application No. 2335289, Attorney Docket No. 20434-733;on June 16, 1999, EPO Patent Application No. 99930301.9, Attorney Docket No. 20434-734;on June 16, 1999, Japanese Patent Application No. 00-555336, Attorney Docket No. 20434-735;on December 12, 2000, United States Patent Application No. 09/719,591, Attorney Docket No. 20434-736; and

WHEREAS, I, the undersigned joint inventor, of residence as listed, having participated with the individuals named above in the invention of certain new and useful improvements as below entitled; and

WHEREAS, XTERA COMMUNICATIONS, INC. (hereinafter referred to as "Assignee"), a Delaware Corporation, with an address of 500 West Bethany Drive, Allen, Texas 75013-1225, desires to acquire my entire right, title and interest in and to the invention, and in and to the said applications and any Letters Patent that may issue thereon;

NOW, THEREFORE, for and in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, I assign to Assignee, all of my right, title and interest in and to said invention and improvements and in and to the applications listed above and all patents which may be granted therefor including but not limited to patents issuing from any of the patent applications listed above, and including all provisionals, divisions, reissues, continuations, continuations-in-part and extensions thereof; and I hereby authorize and request the Commissioner of Patents and Trademarks to issue all patents for said invention, or patents resulting therefrom, insofar as my interest is concerned, to Assignee.

I also assign to Assignee, all of my right, title and interest to the invention disclosed in applications throughout the world, including the right to file applications and obtain patents, utility models, industrial models and designs for said inventions and improvements in its own name throughout the world including all rights to publish cautionary notices reserving ownership of said inventions and improvements and all rights to register said inventions and improvements in appropriate registries; and, I further agree to execute any and all powers of attorney, applications, assignments, declarations, affidavits, and any other papers in connection therewith necessary to perfect such right, title and interest in Assignee.

I will communicate to Assignee any facts known to me respecting any improvements; and, at the expense of Assignee, I will testify in any legal proceedings, sign all lawful papers, execute all provisionals, divisional, continuation, continuation-in-part, reissue and substitute applications, make lawful oaths and declarations, and generally do everything possible to vest title in Assignee and to aid Assignee to obtain and enforce proper protection for said inventions and improvements in all countries.

This Assignment shall be binding on the parties' successors, assigns and legal representatives.

Title of Invention: *Fiber-Optic Compensation for Dispersion, Gain Tilt, and Band Pump Nonlinearity*

Signature of Inventor:
Inventor's Name:

Michael R. Slawson
Michael R. Slawson

Date Assignment executed:

7 Feb 2002